

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity: SKIL Infrastructure Limited
2. Quarter ending: September 30, 2018

<b>I. Composition of Board of Directors</b>								
<b>Title (Mr./Ms)</b>	<b>Name of the Director</b>	<b>PAN<sup>s</sup>&amp; DIN</b>	<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee)<sup>&amp;</sup></b>	<b>Date of Appointment in the current term /cessation</b>	<b>Tenure*</b>	<b>No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)</b>	<b>Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>
Mr.	Nikhil Prataprai Gandhi	DIN: 00030560 PAN:AABPG9516A	Chairperson-Non-Executive Director	15/04/2006	N.A.	1	1	0
Mr.	BhaveshPrataprai Gandhi	DIN: 00030623 PAN:AABPG9515D	Vice Chairman - Non-Executive Director	05/01/1995	N.A.	1	0	0
Mr.	Alexander John Joseph	DIN: 00485766 PAN:AARPA1777D	Non-Executive-Independent Director	30/09/2014	48 months	4	6	2

Ms.	Comal Ramachandran Gayathri	DIN:02872723 PAN: ALAPG2146E	Non-Executive - Independent Director	30/09/2014	48 months	5	7	1
Mr.	Ramanan Venkatraman	DIN: 02754562 PAN: AFRPR5495Q	Non-Executive - Independent Director	30/09/2014	48 months	3	8	5
Mr.	Rakesh Mohan	DIN:07352915 PAN: AAAPM1773G	Non-Executive - Independent Director	14/11/2017	10 months	2	1	1
Mr.	Shankar Aggrwal	DIN:0211642 PAN: ADVPA6970F	Executive Director	08/02/2018		2	1	0

<b>II. Composition of Committees</b>		
<b>Name of Committee</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee)<sup>§</sup></b>
1. Audit Committee	i) Mr. RamananVenkatraman (Chairperson of the Committee) ii) Mr. Alexander JohnJoseph iii) Ms. ComalRamachandranGayathri iv) Mr. Shankar Aggarwal	All the three Members of the Audit Committee are Non-Executive-Independent Directors Shankar Aggarwal is the executive director.
2. Nomination & Remuneration Committee	i) Mr. Alexander JohnJoseph (Chairperson of the Committee)	i) Non-Executive- Independent Director

	ii) Mr. Nikhil Prataprai Gandhi iii) Ms. ComalRamachandranGayathri iv) Mr. RamananVenkatraman	ii) Chairperson-Non-Executive Director iii) Non-Executive- Independent Director iv) Non-Executive- Independent Director
3. Risk Management Committee(if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee	i) Ms. ComalRamachandranGayathri (Chairperson of the Committee) ii) Mr. Nikhil Prataprai Gandhi iii) Mr. Alexander JohnJoseph	i) Non-Executive-Independent Director  ii) Chairperson-Non-Executive Director iii) Non-Executive-Independent Director

&Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

### III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
Monday, May 28, 2018	Friday, August 03, 2018 Tuesday, August 14, 2018	66 days between the Meetings held on Monday, May 28, 2018 and Friday, August 03, 2018; 10 days between the Meetings held on Friday, August 03, 2018 and August 14, 2018 which is in tandem with the provisions of Regulation 17 of the Listing Regulations.

### IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*

<b>Audit Committee</b>			
Audit Committee Meeting was held on Tuesday, August 14, 2018	Yes. The said Audit Committee Meeting was attended by two of the Members of the Committee as on the date of the Meeting which included: i) Mr. Ramanan Venkatraman (Chairperson of the Committee)- Non-Executive- Independent Director  ii) Mr. Alexander John Joseph- Non-Executive- Independent Director	During the previous quarter, Audit Committee Meeting was held on Monday, May 28, 2018	77 days, which is in tandem with the provisions of Regulation 18 of the Listing Regulations
<b>Nomination and Remuneration Committee</b>			
-	-	-	-
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<b>Note</b>	
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.	
2 If status is "No" details of non-compliance may be given here.	

<b>VI. Affirmations</b>

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. - **Yes**
  
2. The composition of the following committees is in terms of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee- **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities)
  
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.- **Yes**
  
4. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.- **Yes**
  
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: - This Report shall be placed before the Board in the ensuing Board Meeting.- **Yes**

**Name & Designation: Nilesh Mehta**

**Company Secretary / ~~Compliance Officer~~ / ~~Managing Director~~ / ~~CEO~~**

### ANNEXURE III

#### Affirmations

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	No

Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here. **Mr. V. Ramanan, Chairman of Audit Committee was not present at the 33rd Annual General Meeting (?AGM?) of the Company due to personal exigencies. However, Mr. J. Alexander, a member of the said Committee was authorized by the Board to be present at AGM to answer shareholder queries.**
3. If the Listed Entity would like to provide any other information the same may be indicated here.

**Name** : **Nilesh Mehta**  
**Designation** : **Company Secretary**